

NICHING INDUSTRIAL CORPORATION

Articles of Incorporation

Chapter 1 General Rules

Article 1: The Company shall be incorporated under the Company Act and its name shall be NICHING INDUSTRIAL CORPORATION
The English name of the Company shall be NICHING INDUSTRIAL CORPORATION.

Article 2: The scope of business of the Company shall be as follows:

- I. CA04010 Metal Surface Treating
- II. F107990 Wholesale of Other Chemical Products
- III. F113050 Wholesale of Computing and Business Machinery Equipment
- IV. F119010 Wholesale of Electronic Materials
- V. F207990 Retail Sale of Other Chemical Products
- VI. F213030 Retail sale of Computing and Business Machinery Equipment
- VII. F219010 Retail Sale of Electronic Materials
- VIII. F401010 International Trade
- IX. I301010 Software Design Services
- X. JZ99050 Agency Services
- XI. CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
- XII. CC01080 Electronic Parts and Components Manufacturing
- XIII. CC01120 Data Storage Media Manufacturing and Duplicating
- XIV. CC01110 Computers and Computing Peripheral Equipment's Manufacturing
- XV. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 2-1: The investment amount of the Company in other related enterprises may exceed the limit of forty percent of the paid-in capital, such that it is not restricted by the investment total amount specified in Article 13 of the Company Act.

Article 2-2: The Company may provide guarantees to the external.

Article 3: The Company shall have its head office registered in Taipei City, and when it is determined necessary, upon the resolution of the board of directors, branch offices may be established domestically or overseas according to the laws.

Article 4: The public announcement method of the Company shall be handled in accordance with Article 28 of the Company Act.

Article 4-1: Where the Company plans to cancel the public offering of shares, it shall be proposed to the shareholders' meeting for resolution, and such clause shall not be changed during the period of public offering of shares at the emerging stock market and TWSE/TPEX.

Chapter 2 Shares

Article 5: The total capital of the Company shall be NT\$700,000,000, divided into 70,000,000 shares, at a par value of NT\$10 per share, and the board of directors is authorized to perform share issuance at discrete times.

For the total capital amount described in Paragraph 1, an amount of NT\$50,000,000 shall be reserved for the issuance of employee share subscription warrants, for a total of 6,000,000 shares at a par value of NT\$ 10 per share, which may be issued at discrete times in accordance with the resolution of the board of directors.

In case where the shares of the Company are subject to the condition for repurchase by the Company according to the laws, the board of directors is authorized to execute such repurchase according to the laws and regulations. During the issuance of the shares of the Company, the printing of share certificates may be exempted; however, they shall be registered with the Centralized Securities Depository Enterprises.

Article 6: The share certificates of the Company shall be in registered form, signed or sealed by at least three directors, and shall be certified by the competent authority according to the laws. For the shares issued by the Company after public offering of the shares, the printing of share certificates may be exempted.

Article 7: The administrative processes of the shareholder services of the Company, unless otherwise specified in the laws and regulations, shall be handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies".

Article 8: Deleted.

Article 9: Deleted.

Article 10: Deleted.

Article 11: The entries in the shareholders' roster shall not be altered sixty days prior to the convention of an ordinary shareholders' meeting, or within thirty days prior to the convention of an extraordinary shareholders' meeting, or within five days prior to the target date determined by the Company for distribution of dividends and bonuses, or other benefits.

Chapter 3 Shareholders' Meeting

Article 12 The shareholders' meeting are classified into two types of the ordinary shareholders' meeting and the extraordinary shareholders' meeting. The ordinary shareholders' meeting shall be convened at least once per year, and shall be convened within six months after the closing of each fiscal year. The extraordinary shareholders' meeting may be convened whenever necessary according to laws.

Article 12-1: The scheduled meeting date, location and reason of convention shall be provided to all shareholders in notices and shall be announced publicly thirty days in advance for the convention of an ordinary shareholders' meeting or fifteen days in advance for the convention of an extraordinary shareholders' meeting. The notice of convention of shareholders' meeting may be effected by means of electronic transmission after the consents of shareholders are obtained.

Article 13: Where a shareholder for any reasons cannot attend a shareholders' meeting in person, he or she may appoint a proxy to attend the shareholders' meeting on his/her/its behalf by executing a power of

attorney according to the regulation of Article 177 of the Company Act.

Article 14: During the convention of a shareholders' meeting, the chairman of the board shall act as the chair of the meeting. In case where the chairman of the board is absent, the chairman of the board shall designate one director as the acting chair. If no director is assigned, the directors shall elect one acting chair among from themselves.

Article 15: Each shareholder of the Company shall have one voting right for each share held; however, where the Company is subject to conditions specified in Article 179 of the Company Act, there shall be no voting right.

Article 16: Unless otherwise specified in the Company Act, any resolution at a shareholders' meeting shall be adopted by a majority of the shareholders presented, who representing more than half of the total number of the Company's outstanding shares, and shall be executed based on the majority of the voting rights of the attending shareholders.

The Company's shareholders may exercise their voting rights in electronic form, and shareholders exercising their voting rights in electronic form shall be deemed to attend the meeting in person. All relevant matters shall be handled in accordance with the regulations.

During the convention of the shareholders' meeting, video conference or other methods announced by the central competent authority may be adopted.

Article 17: Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting. The minutes of the shareholders' meeting shall record the date and place of the meeting, a summary of the essential points of the proceedings and the results of the meeting, meeting agenda summary and result, the name of the chairperson, the method of adopting resolutions. The meeting minutes shall be distributed to all shareholders within twenty days after the meeting, and shall also be preserved persistently throughout the life of the Company. The distribution of the meeting minutes described in the preceding paragraph may be effected by or means of a public announcement or electronic method.

Chapter 4 Directors

Article 18: The Company shall have seven to eleven directors, and the candidates nomination system shall also be adopted. The directors are elected by the shareholders' meeting from the candidate roster, and the term of office of the directors shall be three years, and the directors may be eligible for re-elections. During the term of office of the directors, the Company may purchase liability insurances for the directors for their indemnification liabilities within the scope of their official services according to the laws.

The registered cumulative voting method shall be adopted for the election of directors of the Company. Each share shall have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.

Elections for independent directors and non-independent directors shall be held concurrently, and the lists of successful candidates shall be calculated separately.

Article 18-1: Any one of the following relationships shall not exist for more than one director and among more than half of the total number of the Company's directors:

1. Spouse.
2. Relative within the second degree of kinship.

Article 18-2: In the aforementioned roster of directors of the Company, the number of independent directors shall not be less than three, which shall be elected by the shareholders' meeting from the independent director candidate roster. The professional qualification, shareholding, concurrent job position limitation, nomination and election method as well as other compliance matters related to the independent directors shall comply with relevant regulations specified by the competent authority of securities.

Article 19: When the number of vacancies of directors reaches one-third of the total number of directors, a shareholders' meeting shall be convened according to the laws in order to fill the vacancies, and the term of office thereof shall be limited to fulfill the unexpired term of office of the predecessor. When any vacancy of director cannot be filled through election but such filling of director vacancy is considered necessary, the original candidate with the second largest number of votes may perform job duties as a deputy thereof.

Article 20: In case where no election of new directors is effected after the expiration of the term of office of the existing directors, the term of office of out-going directors shall be extended until the time when new directors have been elected and assumed their office.

Article 21 The directors shall organize the board of directors, and with the attendance of more than two-thirds of the directors and the consents of a majority of the attending directors, one chairman of the board shall be elected among the directors, and one vice chairman may be elected among the directors via the same method, in order to execute all affairs of the Company in accordance with the laws, Articles of Incorporation, resolutions of shareholders' meetings and board of directors' meetings.

Article 22: The operation directives and other important matters of the Company shall be handled according to the resolutions of the board of directors' meetings. Except where the first meeting of each term of the board of directors' meeting shall be convened according to Article 203 of the Company Act, the rest of the board of directors' meetings shall be convened by the chairman of the board as the chair of the meeting. In case where the chairman of the board cannot perform duties, the chairman of the board shall designate one director to act as the acting chair. In case where acting chair is designated, the directors shall elect one person from among themselves to act as the acting chair.

Article 23: For a board of directors' meeting, unless otherwise specified in the Company Act, it shall be attended by more than half of the total number of directors, and resolutions shall be made based on the consent of a majority of attending directors. In case where a director cannot attend the meeting due to reasons, he/she/it may appoint

another director to act as a proxy for attending the board of directors' meeting on his/her/its behalf, by presenting a power of attorney indicating the authorization scope of the reason of convention; provided that such appointment shall be limited to one director only.

Article 23-1: Board of directors' meetings shall be convened once quarterly. During the convention of a board of directors' meeting, notices indicating the reasons of convention shall be delivered to all directors seven days in advance; provided that in case of emergencies, such meeting may be convened at any time. The convention of board of directors' meetings may be notified in writing, facsimile or electronic method.

Article 24: Proposals at a shareholders' meeting shall be recorded in meeting minutes. The meeting minutes shall be signed or stamped by the chair of the meeting and shall be distributed to all directors within twenty days after the meeting. The meeting minutes shall record a summary of the essential points of the proceedings and the result thereof. The meeting minutes shall be preserved together with the attendance book and the power of attorney of the proxies in the Company. Board of directors' meeting may be held in the method of video conference method, and directors attending the meeting through video conference shall be deemed to attend the meeting in person.

Article 25: The Company shall establish an audit committee pursuant to Article 14-4 of the Securities and Exchange Act. The audit committee shall consist of all independent directors. The exercise of authorities of the audit committee and its members as well as relevant matters shall be handled in accordance with the Securities and Exchange Act and others laws and regulations of the competent authority.

Chapter 5 Managerial Officers and Employees

Article 26: The Company shall have President and several Vice Presidents. The appointment, dismissal and the remuneration thereof shall be handled in accordance with the Company Act.

Article 27: Deleted.

Article 28: Deleted.

Chapter 6 Final Accounts

Article 29: After the end of each fiscal year of the Company, the following documents and statements shall be prepared by the board of directors, which shall be submitted to the audit committee for review third days prior to the convention of an ordinary shareholders' meeting, followed by submission to the ordinary shareholders' meeting for ratification: (1) Business report, (2) Financial statements, (3) Proposals for distribution of earnings or covering of losses.

Article 30: When the Company has a profit for a fiscal year, it shall appropriate no less than two percent of the profit as the remuneration of employees and no more than three percent of the profit as the remuneration of directors and supervisors. However, where the Company still has accumulated losses, amount shall be reserved for making up the accumulated loss first.

The remuneration of employees described in the preceding

paragraph may be made in the form of shares or cash, and the subjects for receiving the remuneration of employees may include employees of subordinate companies satisfying certain criteria.

Article 30-1: After the Company's final account of each year, for the surplus earnings, in addition to the payment of taxes according to the laws, losses for the past years shall be made up first, following which ten percent of the amount obtained from the surplus earnings plus items other than net income after tax of the current period counted towards the undistributed earnings of the current year shall be appropriated as the legal reserve; however, where the legal reserve has reached the total capital of the Company, such restriction shall not be applied. Furthermore, special reserve shall be appropriated or reversed according to the laws or regulations of the competent authority. When there is still surplus earning, for its balance plus the accumulated undistributed earnings, the board of directors shall establish a distribution proposal. When the distribution is to be made in the form of issuance of new shares, the proposal shall be submitted to the shareholders' meeting for resolution before distribution. When the distribution is to be made in the form of cash, it shall be made based on the resolution of the board of directors. When all or a portion of the dividends and bonuses or legal reserve and capital reserve distributed by the Company are made in the form of cash, the board of directors may be authorized to execute the distribution in accordance with the resolution of the board of directors' meeting attended by more than two thirds of the directors and the consents of a majority of the attending directors. In addition, report to the shareholders' meeting shall also be made. The dividend policy of the Company is established based on the present and future development plan along with the consideration of the investment environment, fund demand and domestic and foreign competitive status as well as the interests of shareholders. During the distribution of dividend bonuses of shareholders, at least forty percent of the distributable earnings increased in the current year is appropriated for the distribution of shareholders' dividends, which may be distributed in the form of cash or shares, and the cash dividends thereof shall not be less than ten percent of the total dividends.

Article 31: When the directors of the Company are performing duties, regardless of the operating loss or profit of the Company, the Company may pay remuneration to directors, and the remuneration is authorized to the board of directors to make determination based on their participation level in the operation and the value of contribution to the Company as well as within the common standard adopted in the same industry. When the Company has a surplus earning, remuneration is further distributed according to Article 30.

Chapter 7 Supplementary Provisions

Article 32: The organizational charter and operational rules of the Company shall be further established by the board of directors.

Article 33: Any matters not specified in these Articles of Incorporation shall be handled in accordance with the Company Act and other relevant laws and regulations.

Article 34: These Articles of Incorporation were duly enacted on May 3, 1993.

The 1st amendment was made on May 14, 1995.

The 2nd amendment was made on August 26, 1998.

The 3rd amendment was made on June 5, 2001.

The 4th amendment was made on May 22, 2002.

The 5th amendment was made on November 27, 2002.

The 6th amendment was made on July 18, 2003.

The 7th amendment was made on September 15, 2003.

The 8th amendment was made on June 20, 2005.

The 9th amendment was made on June 22, 2006.

The 10th amendment was made on December 28, 2006.

The 11th amendment was made on March 16, 2007.

The 12th amendment was made on Jun 28, 2007.

The 13th amendment was made on June 19, 2009.

The 14th amendment was made on June 15, 2012.

The 15th amendment was made on June 18, 2015.

The 16th amendment was made on June 21, 2016.

The 17th amendment was made on June 14, 2018.

The 18th amendment was made on June 16, 2020.

The 19th amendment was made on June 15, 2022.